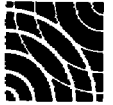


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*Nathan Sommers Jacobs*

SURFACE TRANSPORTATION BOARD

August 1, 2012

Chief
Section of Administration
Office Proceedings
Surface Transportation Board
Washington, D.C. 20423-0001

Re: Document for Recordation

Dear Section Chief:

I have enclosed two (2) originals of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The document is a release of lien and security interest dated as of July 26, 2012 (the "Release of Lien"), and is a secondary document. The primary document to which this Release of Lien is connected is recorded under Recordation No. 30308.

The names and addresses of the parties to the Release of Lien are as follows:

Secured Party:

Cadence Bank, N.A.
2800 Post Oak Boulevard
Suite 3800
Houston, Texas 77056

Debtor:

Southwest Rail Industries, Inc.
501 South East St.
Weimar, Texas 78962

A description of the equipment to be released under the Release of Lien is as follows:

two (2) general purpose tank railcars stencil numbers SRIX
020215 and SRIX 020216 (the "Rail Cars").

A short summary of the Release of Lien to appear in the index is as follows:

Attorneys and Counselors

2800 Post Oak Boulevard
6th Floor
Houston, Texas 77056

tel 713 960 0303
fax 713 892 4800
www.nathansommers.com

Direct (713) 892-4841

e-mail sfrazier@nathansommers.com



Release of Lien dated as of July 26, 2012, between Cadence Bank, N.A., 2800 Post Oak Boulevard, Suite 3800, Houston, Texas 77056 ("Secured Party") and Southwest Rail Industries, Inc., 501 South East St., Weimar, Texas 79862 ("Debtor"), and releasing two (2) general purpose tank railcars stencil numbers SRIX 020215 and SRIX 020216.

A fee of \$41.00 is enclosed. Please return one (1) file stamped original to the undersigned after recording.

Sincerely,


Sarah H. Frazier, Esq.

SHF:seg

encl

AUG 13 '12 -11 33 AM

RELEASE OF LIEN AND SECURITY INTERESTSURFACE TRANSPORTATION BOARD

WHEREAS, CADENCE BANK, N.A., a national banking association ("Secured Party"), is the owner and holder of certain indebtedness (the "Indebtedness") of SOUTHWEST RAIL INDUSTRIES, INC., a Texas corporation (the "Debtor"), which is secured by that certain Security Agreement dated as of July 11, 2012, executed by Debtor for the benefit of Secured Party (the "Security Agreement"), filed with the Surface Transportation Board of the Department of Transportation under file number 30308, covering, among other things, the rail cars listed on Schedule "A" attached hereto (the "Rail Cars");

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, Secured Party hereby RELEASES and DISCHARGES all liens, rights, titles, interests, assignments and security interests covering or related to the Rail Cars held by Secured Party, including the liens and security interests created by the Security Agreement in the Rail Cars.

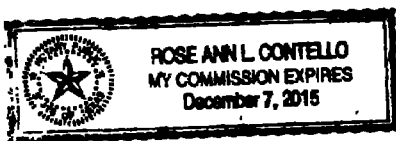
EXECUTED as of July 26, 2012.

CADENCE BANK, N.A

By: [Signature]
Name: _____
Title: C. Ross Bartley
Executive Vice President

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this 27th day of July, 2012, this instrument was acknowledged before me by C. Ross Bartley, Executive Vice President of CADENCE BANK, N.A., a national banking association, on behalf of such association by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said association.



Rose Ann L. Contello
Notary Public, State of Texas

Schedule "A"

Rail Cars

SRIX020215

SRIX020216